

UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY	
Caption in Compliance with D.N.J. LBR 9004-1(b)	
FOX ROTHSCHILD LLP 49 Market St. Morristown, NJ 07960 Joseph J. DiPasquale, Esq. Michael R. Herz, Esq. Joseph A. Caneco, Esq. jdipasquale@foxrothschild.com mherz@foxrothschild.com jcaneco@foxrothschild.com Telephone: (973) 992-4800 Facsimile: (973) 992-9125 <i>Proposed Counsel to the Debtor And Debtor in Possession</i>	
In re: ASSUNCAO BROS., INC., <div style="text-align: center;">Debtor.</div>	Chapter 11 (Subchapter V) Case No. 22-16159-CMG Judge: Hon. Christine M. Gravelle

Recommended Local Form:	<input type="checkbox"/> Followed	<input checked="" type="checkbox"/> Modified
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APPLICATION FOR RETENTION OF PROFESSIONAL
NUNC PRO TUNC TO AUGUST 3, 2022

1. The applicant, the Assuncao Bros., Inc. (the “Debtor”), the debtor and debtor-in-possession in the above-captioned chapter 11, subchapter v case (the “Subchapter V Case”) is the:

- | | | | |
|--|----------------------------------|--|-----------------------------------|
| <input type="checkbox"/> Trustee: | <input type="checkbox"/> Chap. 7 | <input type="checkbox"/> Chap. 11 | <input type="checkbox"/> Chap. 13 |
| <input checked="" type="checkbox"/> Debtor: | <input type="checkbox"/> Chap. 7 | <input checked="" type="checkbox"/> Chap. 11 | <input type="checkbox"/> Chap. 13 |
| <input type="checkbox"/> Official Committee of Unsecured Creditors | | | |

2. The applicant seeks to retain the following professional, Fox Rothschild LLP
 (“Fox”) to serve as:

- ☒ Attorney for: ☐ Trustee ☒ Debtor-in-Possession
- ☐ Official Committee of Unsecured Creditors
- ☐ Accountant for: ☐ Trustee ☐ Debtor-in-Possession
- ☐ Official Committee of _____
- ☐ Other Professional:
- ☐ Realtor ☐ Appraiser ☐ Special Counsel
- ☐ Auctioneer ☐ Other (specify): _____

3. The employment of the professional is necessary because:

The Debtor seeks to employ Fox as its attorneys to represent and assist it in carrying out its duties in this Subchapter V Case effective as of the Petition Date of August 3, 2022 (the “Effective Date”).

4. The professional has been selected because:

Fox has extensive experience and knowledge in matters of this nature and the is well qualified and competent to perform the legal services required by the Debtor during this Subchapter V Case.

5. The professional services to be rendered are as follows:
- a. Advise the Debtor of its rights, powers and duties as a debtor in possession in continuing to operate and manage its assets and business;
 - b. Assisting officers and professionals of the Debtor in the preparation of any administrative and procedural legal papers as may be required for the sound conduct of the case, including, but not limited to, the Debtor’s schedules and statement of financial affairs;
 - c. Performing all other legal services for the Debtor including, but not limited to, preparing on the Debtor’s behalf, all necessary and appropriate

applications, motions, pleading, orders, notices, petitions, schedules and other documents to be filed in the Debtor's Subchapter V Case;

- d. Advise the Debtor concerning and prepare responses to any applications, motions, pleading, orders, notices, petitions, schedules and other documents which may be filed in the Debtor's Subchapter V Case;
- e. Counsel the Debtor in its effort to sell all or substantially all of its assets pursuant to 11 U.S.C. § 363 and in connection with the drafting, negotiation and promulgation of a Subchapter V plan and;
- f. Review the nature and validity of agreements relating to the Debtor's business operations and advise the Debtor in connection therewith;
- g. Advise the Debtor regarding the actions it may take to collect and recover property for the benefit of its bankruptcy estate;
- h. Review claims and advise the Debtor on claims objections. Review the nature and validity of liens asserted against the Debtor and advise as to the enforceability of those liens; and
- i. Performing such other legal services as may be required or are otherwise deemed to be in the interests of the Debtor in accordance with the Debtor's powers and duties as set forth in the Bankruptcy Code, Bankruptcy Rules, or other applicable law.

6. The proposed arrangement for compensation is as follows:

Subject to Court approval in accordance with Section 330 of the Bankruptcy Code, compensation will be payable to Fox at its normal and customary rates for professional staff, plus reimbursement of actual, necessary expenses and other charges incurred.

7. To the best of the applicant's knowledge, the professional's connection with the Debtor, creditors, any other party in interest, their respective attorneys, accountants financial advisors and other professionals (excluding ordinary course professionals), the Judges of the Bankruptcy Court for the District of New Jersey, the United States Trustee, and certain other persons employed in the office of the United States Trustee, is as follows: See Certification of Professional filed contemporaneously herewith.

8. To the best of the applicant's knowledge, the Professional:

- does not hold an adverse interest to the estate.
- does not represent an adverse interest to the estate.
- is a disinterested person under 11 U.S.C. § 101(14).
- does not represent or hold any interest adverse to the debtor or the estate with respect to the matter for which it will be retained under 11 U.S.C. § 327(e).

9. If the professional is an auctioneer, appraiser or realtor, the location and description of the property is as follows: N/A

WHEREFORE, the applicant respectfully requests authorization to employ the Professional to render services in accordance with this application, with compensation to be paid as an administrative expense, in such amounts as the Court may hereafter determine and allow.

By: /s/ Martin Assuncao
Martin Assuncao

Dated: August 26, 2022